

SPIRITWOOD ENERGY PARK ASSOCIATION, LLC

*Official Minutes
Meeting of the Members
April 5th, 2016*

A meeting of the members of the Spiritwood Energy Park Association, LLC, a North Dakota limited liability company was held at the offices of Jamestown/Stutsman Development Corporation on October 2nd, 2015, pursuant to notice duly provided to all members.

SEPA President, Bob Toso called the meeting to order at 8:30 a.m. (CST).

In attendance were Bob Toso and Kelly Rachel , Authorized Member Representative of Jamestown/Stutsman Development Corporation; Sandra Broekema and Michelle Strobel, Authorized Member Representatives of Great River Energy; Connie Ova, Chief Operations Officer, SEPA; Rich Garman, Senior Project Manager, SEPA; Jeff Zueger, CEO, Midwest AgEnergy; Corry Shevlin ,Staff JSDC; Katie Andersen, JSDC Board Member; Bill Lytle, JSDC Board Member; Chris Olson, Reporter The Jamestown Sun. Linda Mohn, Schauer & Associates.

Previous Meeting Minutes:

Michelle Strobel moved to approve the minutes from 1-14-2015 as written, Sandra Broekema seconded and motion passes unanimously.

SEPA Audit Review:

Linda Mohn with Schauer & Associates reviewed the draft audit with the SEPA Board of Directors. A number of minor changes were requested.

Sandra Broekema moved to approve the Spiritwood Energy Park Association Draft Audit as revisions were requested, Kelly Rachel seconded the motion.

Roll was called:

Bob Toso, aye

Sandra Broekema, aye

Michele Strobel, aye

Kelly Rachel, aye

Motion Passed unanimously.

Construction Project Status:

Rich Garman gave an update on the rail project, reviewed the project schedule, and provided the Board with a PowerPoint presentation.

- BNSF Switch: The west bound heated and automated switch has been completed and will be connected to the BNSF mainline in the fall.
- Tenant Operations Committee: the committee last met in October but a steady line of communication between Rich Garman, Jeff Zueger and Derek Marquart has kept the committee up to speed with all relevant SEPA operations. The committee met in March of 2016 however there is a constant line of communication open between Connie, Rich and DSA with concerns to snow removal, etc. There has been a formal maintenance contract that is ready for bid; it is a maintenance and yard walk contract that will be finalized with Interstate Engineering.
- Wetland Mitigation: some of the areas need to be re-seeded so that the appropriate vegetation grows. Connie and Rich are exploring options to have this done.
- Crop Lease: The 20-25 acres north of Dakota Spirit AgEnergy will be farmed by the contracted farmer as he has identified a route to access the land without disturbing Dakota Spirit AgEnergy's operations. The Farmer is planting soybeans.

Dakota Spirit AgEnergy Status Update: Jeff Zueger

Jeff Zueger discussed operations at Dakota Spirit Ag Energy and that they have foregone a spring maintenance shutdown for 2 days and will likely take those actions in the fall. Jeff mentioned that there are no significant updates and operations are running smoothly.

SEPA Financial Overview

Connie Ova discussed the SEPA financial statements.

New Business

JSDC Strategic Plan

The new Strategic Planning Committees have started meeting; the New Business Attraction Committee is going through how to best market the Spiritwood Energy Park. The main focus is on the Spiritwood Energy Park.

Tenant prospect updates

Connie & Rich Discussed possible new tenants.

- 3 possible value added agriculture projects. The projects are at varies level of maturities.
- There has been a renewed interest for a Green house facilities.
- Transient Transload possibility have moved to north for the Courtney Wind Farm.
- There is a number of possibilities with the Community Venture Network.
- Connie Ova, Rich Garman and Corry Shevlin have been aggressively pursuing tenants.

SEPA Finance Committee

Connie Ova discussed a possible finance committee, the JSDC Board of Directors would like to stay informed as the JSDC is a majority owner and it effects the organization drastically.

Kelly Rachel suggested that SEPA gauge the needs of the JSDC and report back to SEPA.

Communication Relocation

During construction of SEPA a communication cable was uncovered and there has been an ongoing discussion as to whose responsibility it was to pay for the relocation. SEPA has sought legal counsel to discuss possible outcomes. The situation is ongoing and will be handled and reported on at the next meeting.

SEPA Ex-Officio

Connie Ova discussed the having a member of SEPA as an Ex-officio on the JSDC Board of Directors. No action needs to be taken by the SEPA Board of Directors; it will be discussed at the next JSDC Board of Directors.

Meeting was adjourned at 9:26 a.m. (CST).

Recorder stopped at 9:26 a.m.

Respectfully submitted by,
Corry Shevlin, Business Development, JSDC